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mpie of California, Inc.  
 Wilshire Blvd.- Suite 205  
 s Angeles, CA 90024

May 19, 2005

Sent To *Spencer Gillette BoC*  
 Street, Apt. No.,  
 or PO Box No. *10850 Wilshire Blvd. Ste 205*  
 City, State, ZIP+4 *Los Angeles CA 90024*  
 PS Form 3800, June 2002 See Reverse for Instructions

**Via Certified Mail**  
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Ms. Belle Endervelt  
 300 Winston Drive  
 Cliffside Park, NJ 07010

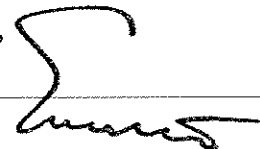
Ms. Spencer Gillette  
 Blimpie of California, Inc.  
 10850 Wilshire Blvd.- Suite 205  
 Los Angeles, CA 90024

Dear Shareholders:

There will be an Annual Meeting of Shareholders of Blimpie of California, Inc. on Friday, June 24, 2005 at 11:00 am the offices of Blimpie International, Inc., 145 Huguenot Street, Suite 410, New Rochelle, NY 10801.

Thank you in advance for your attendance at this meeting.

Very truly yours,



SENDER: COMPLETE THIS SECTION		COMPLETE THIS SECTION ON DELIVERY	
<p>■ Complete items 1, 2, and 3. Also complete item 4 if Restricted Delivery is desired.</p> <p>■ Print your name and address on the reverse so that we can return the card to you.</p> <p>■ Attach this card to the back of the mailpiece, or on the front if space permits.</p> <p>1. Article Addressed to:  <i>Spencer Gillette</i>  <i>50 South Valle Verde</i>  <i>235-191</i>  <i>Henderson, NV</i>  <i>89012</i></p>		<p>A. Signature  <input checked="" type="checkbox"/> <i>[Signature]</i> <input type="checkbox"/> Agent <input type="checkbox"/> Addressee</p> <p>B. Received by (Printed Name) <i>Ans Smith</i> C. Date of Delivery <i>5/25/05</i></p> <p>D. Is delivery address different from item 1? <input type="checkbox"/> Yes              If YES, enter delivery address below: <input type="checkbox"/> No</p>	
<p>2. Article Number              (Transfer from service label)  <b>7003 3110 0004 1621 8344</b></p>		<p>3. Service Type  <input type="checkbox"/> Certified Mail <input type="checkbox"/> Express Mail  <input type="checkbox"/> Registered <input type="checkbox"/> Return Receipt for Merchandise  <input type="checkbox"/> Insured Mail <input type="checkbox"/> C.O.D.</p>	
<p>4. Restricted Delivery? (Extra Fee) <input type="checkbox"/> Yes</p>			

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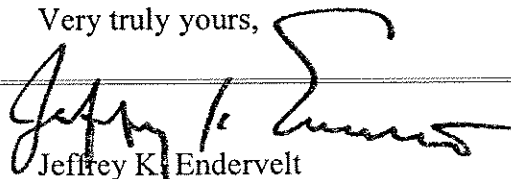
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Jeffrey K. Endervelt  
Chairman